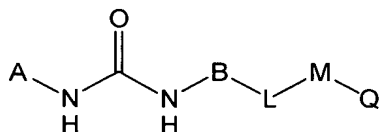


This listing of claims will replace all prior versions, and listings, of claims in the application:

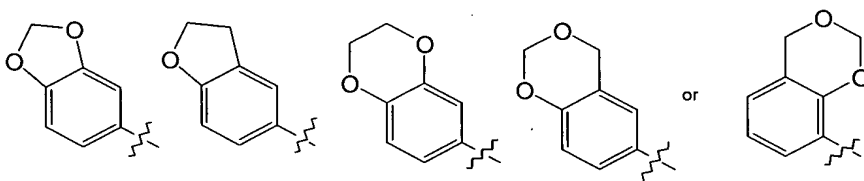
Listing of Claims:

- 1) **(Currently Amended)** A compound of formula (I)



or a pharmaceutically acceptable salt, wherein

A is phenyl, naphthyl, ~~mono or bi-cyclic heteroaryl~~, pyrrole, furan, thiophene, imidazole, pyrazole, thiazole, oxazole, isoxazole, isothiazole, triazole, tetrazole, thiadiazole, oxadiazole, pyridine, pyrimidine, pyridazine, pyrazine, triazine, benzoxazole, indazole, quinoline, quinazoline, imidazopyrimidine, naphthyridine, or a group of the formula



optionally substituted with 1-4 substituents which are independently R^1 , OR^1 , $S(O)_pR^1$, $C(O)R^1$, $C(O)OR^1$, $C(O)NR^1R^2$, halogen, hydroxy, oxide, amino, cyano, or nitro;

B is phenyl, naphthyl, or pyridyl, optionally substituted with 1-4 substituents which are independently C_1 - C_5 linear or branched alkyl, C_1 - C_5 linear or branched haloalkyl, C_1 - C_3 alkoxy, hydroxy, oxide, amino, C_1 - C_3 alkylamino, C_1 - C_6 dialkylamino, halogen, cyano, or nitro;

L is

(a) $-(CH_2)_m-O-(CH_2)_l-$,

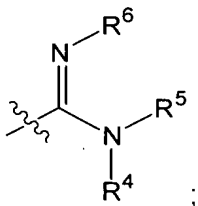
- (b) $-(CH_2)_m-(CH_2)_l-$,
- (c) $-(CH_2)_m-C(O)-(CH_2)_l-$,
- (d) $-(CH_2)_m-NR^3-(CH_2)_l-$,
- (e) $-(CH_2)_m-NR^3C(O)-(CH_2)_l-$,
- (f) $-(CH_2)_m-S-(CH_2)_l-$,
- (g) $-(CH_2)_m-C(O)NR^3-(CH_2)_l-$, or
- (h) a single bond;

m and l are integers independently selected from 0-4;

M is a pyridine ring, optionally substituted with 1-3 substituents which are independently C_1 - C_5 linear or branched alkyl, C_1 - C_5 linear or branched haloalkyl, C_1 - C_3 alkoxy, hydroxy, oxide, amino, C_1 - C_3 alkylamino, C_1 - C_6 dialkylamino, halogen, or nitro;

Q is:

- (1) $C(S)NR^4R^5$;
- (2) $C(O)NR^7-NR^4R^5$;
- (3) tetrazolyl;
- (4) imidazolyl;
- (5) imidazoline-2-yl;
- (6) 1,3,4-oxadiazoline-2-yl;
- (7) 1,3-thiazoline-2-yl;
- (8) 5-thioxo-4,5-dihydro-1,3,4-thiazoline-2-yl;
- (9) 5-oxo-4,5-dihydro-1,3,4-oxadiazoline-2-yl; or
- (10) a group of the formula



wherein each of R^1 , R^2 , R^3 , R^4 and R^5 is independently

- (a) hydrogen,

- (b) C₁-C₅ linear, branched, or cyclic alkyl,
- (c) phenyl,
- (d) C₁-C₃ phenyl-alkyl,
- (e) up to per-halo substituted C₁-C₅ linear or branched alkyl, or
- (f) ~~-(CH₂)_q-X, where X is a 5 or 6 membered heterocyclic ring, containing at least one atom selected from oxygen, nitrogen and sulfur, which is saturated, partially saturated, or aromatic, tetrahydropyran, tetrahydrofuran, 1,3-dioxolane, 1,4-dioxane, morpholine, thiomorpholine, piperazine, piperidine, piperidinone, tetrahydropyrimidone, pentamethylene sulfide, tetramethylene sulfide, dihydropyran, dihydrofuran, dihydrothiophene, pyrrole, furan, thiophene, imidazole, pyrazole, thiazole, oxazole, isoxazole, isothiazole, triazole, pyridine, pyrimidine, pyridazine, pyrazine, triazine or a 8-10 membered bicyclic heteroaryl having 1-4 heteroatoms selected from the group consisting of O, N and S benzoxazole, indazole, quinoline, quinazoline, imidazopyrimidine or naphthyridine;~~

R⁴ and R⁵ may additionally be taken together to form a 5 or 6 membered aliphatic ring, which may be interrupted by an atom selected from N, O or S, optionally substituted with 1-3 substituents which are independently C₁-C₅ linear or branched alkyl, up to perhalo substituted C₁-C₅ linear or branched alkyl, C₁-C₃ alkoxy, hydroxy, oxo, carboxy, amino, C₁-C₃ alkylamino, C₁-C₆ dialkylamino, halogen, cyano, or nitro;

R⁶ is independently

- (a) hydrogen,
- (b) C₁-C₅ linear, branched, or cyclic alkyl,
- (c) cyano,
- (d) nitro,
- (e) up to per-halo substituted C₁-C₅ linear or branched alkyl. or
- (f) -C(O)R⁷, where R⁷ is C₁-C₅ linear, branched, or cyclic alkyl;

R⁷ is hydrogen or linear, branched, or cyclic C₁-C₅ alkyl;

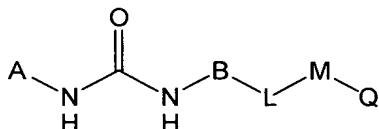
q is an integer 0, 1, 2, 3, or 4 and

p is an integer 0, 1, or 2.

2) **(Original)** A compound of claim 1 wherein B is phenyl or pyridinyl, optionally substituted with 1-4 halogen.

3) **(Currently amended)** A compound of claim 1 wherein L is -O- and B is phenyl or pyridinyl, optionally substituted with 1-4 halogen.

4) **(Currently amended)** A compound of formula (I)



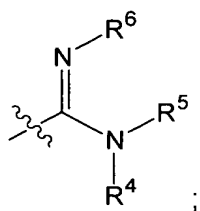
or a pharmaceutically acceptable salt, wherein A is phenyl, naphthyl, indazolyl, quinolinyl, pyridyl, benzo[1,3]dioxolan-5-yl, 2,3-dihydro-benzo[1,4]dioxin-6-yl or 4H-benzo[1,3]dioxin-6-yl, optionally substituted with 1-4 substituents which are independently R¹ and halogen,

L is -O- and B is phenyl, optionally substituted with 1-4 halogen;

M is a pyridine ring, optionally substituted with 1-3 substituents which are independently C₁-C₅ linear or branched alkyl, C₁-C₅ linear or branched haloalkyl, C₁-C₃ alkoxy, hydroxy, oxide, amino, C₁-C₃ alkylamino, C₁-C₆ dialkylamino, halogen, or nitro;

Q is:

- (1) C(S)NR⁴R⁵;
- (2) C(O)NR⁷-NR⁴R⁵;
- (3) tetrazolyl;
- (4) imidazolyl;
- (5) imidazoline-2-yl;
- (6) 1,3,4-oxadiazoline-2-yl;
- (7) 1,3-thiazoline-2-yl;
- (8) 5-thioxo-4,5-dihydro-1,3,4-thiazoline-2-yl;
- (9) 5-oxo-4,5-dihydro-1,3,4-oxadiazoline-2-yl; or
- (10) a group of the formula



wherein each of R^1 , R^2 , R^3 , R^4 and R^5 is independently

- (a) hydrogen,
- (b) C_1 - C_5 linear, branched, or cyclic alkyl,
- (c) phenyl,
- (d) C_1 - C_3 phenyl-alkyl,
- (e) up to per-halo substituted C_1 - C_5 linear or branched alkyl, or
- (f) $-(CH_2)_q-X$, where X is a 5 or 6 membered heterocyclic ring, containing at least one atom selected from oxygen, nitrogen and sulfur, which is saturated, partially saturated, or aromatic, tetrahydropyran, tetrahydrofuran, 1,3-dioxolane, 1,4-dioxane, morpholine, thiomorpholine, piperazine, piperidine, piperidinone, tetrahydropyrimidine, pentamethylene sulfide, tetramethylene sulfide, dihydropyran, dihydrofuran, dihydrothiophene, pyrrole, furan, thiophene, imidazole, pyrazole, thiazole, oxazole, isoxazole, isothiazole, triazole, pyridine, pyrimidine, pyridazine, pyrazine, triazine or a 8-10 membered bicyclic heteroaryl having 1-4 heteroatoms selected from the group consisting of O, N and S benzoxazole, indazole, quinoline, quinazoline, imidazopyrimidine or naphthyridine;

R^4 and R^5 may additionally be taken together to form a 5 or 6 membered aliphatic ring, which may be interrupted by an atom selected from N, O or S; optionally substituted with 1-3 substituents which are independently C_1 - C_5 linear or branched alkyl, up to perhalo substituted C_1 - C_5 linear or branched alkyl, C_1 - C_3 alkoxy, hydroxy, oxo, carboxy, amino, C_1 - C_3 alkylamino, C_1 - C_6 dialkylamino, halogen, cyano, or nitro;

R^6 is independently

- (a) hydrogen,
- (b) C_1 - C_5 linear, branched, or cyclic alkyl,
- (c) cyano,
- (d) nitro,

- (e) up to per-halo substituted C₁-C₅ linear or branched alkyl. or
 (f) -C(O)R⁷, where R⁷ is C₁-C₅ linear, branched, or cyclic alkyl;

R⁷ is hydrogen or linear, branched, or cyclic C₁-C₅ alkyl;

q is an integer 0, 1, 2, 3, or 4 and

p is an integer 0, 1, or 2.

5) **(Original)** A compound of claim 1
 wherein A and B follow one of the following combinations:

- A= phenyl and B= phenyl,
- A= indazolyl and B= phenyl,
- A= quinolinyl and B= phenyl,
- A= 4H-benzo[1,3]dioxin-6-yl and B= phenyl;
- A= phenyl and B= pyridyl,
- A= indazolyl and B= pyridyl,
- A= quinolinyl and B= pyridyl, or
- A= 4H-benzo[1,3]dioxin-6-yl and B= pyridyl.

- 6) **(Original)** A compound which is
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(hydrazinocarbonyl)pyridin-4-yl]oxy}phenyl)urea
 - N-(4-{[2-(hydrazinocarbonyl)pyridin-4-yl]oxy}phenyl)-N'-(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)urea
 - N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-[3-{(2,2-dimethylhydrazino)carbonyl}pyridin-4-yl]oxy}phenyl]urea
 - 4-{3-[[[4-chloro-3-(trifluoromethyl)phenyl]amino]carbonyl]amino]phenoxy}-N-piperidin-1-ylpyridine-2-carboxamide
 - N-piperidin-1-yl-4-[3-{[[[2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl]amino]carbonyl]amino]phenoxy]pyridine-2-carboxamide
 - 4-{3-[[[4-chloro-3-(trifluoromethyl)phenyl]amino]carbonyl]amino]phenoxy}-N-morpholin-4-ylpyridine-2-carboxamide

- N-morpholin-4-yl-4-[3-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboxamide
- 4-[3-({[(1-methyl-1H-indazol-5-yl)amino]carbonyl}amino)phenoxy]-N-morpholin-4-ylpyridine-2-carboxamide
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(1H-tetrazol-5-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(4,5-dihydro-1H-imidazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(4-methyl-1,3-thiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-quinolin-6-yl-N'-(4-{[2-(5-thioxo-4,5-dihydro-1,3,4-thiadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(5-oxo-4,5-dihydro-1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-(4-{[2-(5-oxo-4,5-dihydro-1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)-N'-(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)urea
- 4-{4-[(4-chloro-3-(trifluoromethyl)phenyl)amino]carbonyl}amino]phenoxy}-N-methylpyridine-2-carboximidamide
- 4-{4-[(4-chloro-3-(trifluoromethyl)phenyl)amino]carbonyl}amino]phenoxy}pyridine-2-carboximidamide
- N-methyl-4-[4-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboximidamide
- N-methyl-4-(4-{[(quinolin-6-ylamino)carbonyl]amino}phenoxy)pyridine-2-carboximidamide
- 4-{4-[(4-chloro-3-(trifluoromethyl)phenyl)amino]carbonyl}amino]phenoxy}pyridine-2-carbothioamide
- 4-(4-{[(quinolin-6-ylamino)carbonyl]amino}phenoxy)pyridine-2-carbothioamide or
- 4-[4-({[(1-methyl-1H-indazol-5-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carbothioamide

7) **(Original)** A pharmaceutical composition which comprises an effective amount of at least one compound of claim 1 and a physiologically acceptable carrier.

8) **(Withdrawn)** A method for treating or preventing a hyper-proliferative disorder in a human or other mammal comprising administering to a human or other mammal in need thereof a compound of claim 1.

9) **(Withdrawn)** A method for treating or preventing a hyper-proliferative disorder in a human or other mammal comprising administering to a human or other mammal in need thereof a compound of claim 1 and an additional anti-proliferative agent.

10) **(Withdrawn)** A method for treating or preventing cancer in a human or other mammal comprising administering to a human or other mammal in need thereof a compound of claim 1 and a cytotoxic agent or cytostatic chemotherapeutic agent.

11) **(Withdrawn)** A method for treating or preventing a disease in a human or other mammal regulated by tyrosine kinase, associated with an aberration in the tyrosine kinase signal transduction pathway, comprising administering to a human or other mammal in need thereof a compound of claim 1.

12) **(Withdrawn)** A method for treating or preventing a disease in a human or other mammal mediated by the VEGF-induced signal transduction pathway, comprising administering to a human or other mammal in need thereof a compound of claim 1.

13) **(Withdrawn)** A method for treating or preventing a disease in a human or other mammal characterized by abnormal angiogenesis or hyperpermeability processes, comprising administering to a human or other mammal in need thereof a compound of claim 1.

14) **(Withdrawn)** A method for treating or preventing a disease in a human or other mammal characterized by abnormal angiogenesis or hyperpermeability

processes, comprising administering to a human or other mammal in need thereof a compound of claim 1 simultaneously with another angiogenesis inhibiting agent in the same formulation or in separate formulations.

15) **(Withdrawn)** A method for treating or preventing one or more of the following conditions in humans and/or other mammals: tumor growth, retinopathy, ischemic retinal-vein occlusion, retinopathy of prematurity, age related macular degeneration; rheumatoid arthritis, psoriasis, a bolus disorder associated with subepidermal blister formation, including bullous pemphigoid, erythema multiforme, or dermatitis herpetiformis, comprising administering to a human or other mammal in need thereof a compound of claim 1.

16) **(Withdrawn)** A method for treating or preventing one or more of the following conditions in humans and/or other mammals: tumor growth, retinopathy, diabetic retinopathy, ischemic retinal-vein occlusion, retinopathy of prematurity, age related macular degeneration; rheumatoid arthritis, psoriasis, bullous disorder associated with subepidermal blister formation, bullous pemphigoid, erythema multiforme, and dermatitis herpetiformis, in combination with an infectious disease selected from the group consisting of: tuberculosis, *Helicobacter pylori* infection during peptic ulcer disease, Chaga's disease resulting from *Trypanosoma cruzi* infection, effects of Shiga-like toxin resulting from *E. coli* infection, effects of enterotoxin A resulting from *Staphylococcus* infection, meningococcal infection, and infections from *Borrelia burgdorferi*, *Treponema pallidum*, cytomegalovirus, influenza virus, Theiler's encephalomyelitis virus, and the human immunodeficiency virus (HIV),

said method comprising administering to a human or other mammal in need thereof a compound of claim 1.

17) **(Withdrawn)** A method for treating or preventing diseases mediated by the VEGF-induced signal transduction pathway comprising administering a compound selected from the group consisting of:

- 4-{4-[3-(4-Chloro-3-trifluoromethyl-phenyl)-ureido]-phenoxy}-pyridine-2-carbothioic acid amide;

- 4-{3-[3-(2,2,4,4-Tetrafluoro-4H-benzo[1,3]dioxin-6-yl)-ureido]-phenoxy}-pyridine-2-carboxylic acid (1-piperidyl)-amide;
- 4-{3-[3-(2,2,4,4-Tetrafluoro-4H-benzo[1,3]dioxin-6-yl)-ureido]-phenoxy}-pyridine-2-carboxylic acid (4-morpholino)-amide;
- 4-{3-[3-(1-Methyl-1H-indazol-5-yl)-ureido]-phenoxy}-pyridine-2-carboxylic acid (4-morpholino)-amide;
- 4-{4-[3-(4-Chloro-3-trifluoromethyl-phenyl)-ureido]-phenoxy}-pyridine-2-carboxamidine;
- 1-(4-Chloro-3-trifluoromethyl-phenyl)-3-{4-[2-(1H-tetrazol-5-yl)-pyridinyl-4-oxy]-phenyl}-urea;
- 1-(4-Chloro-3-trifluoromethyl-phenyl)-3-{4-[2-(4,5-dihydro-1H-imidazol-2-yl)-pyridinyl-4-oxy]-phenyl}-urea;
- 4-{4-[3-(4-Chloro-3-trifluoromethyl-phenyl)-ureido]-phenoxy}-N-methyl-pyridine-2-carboxamidine;

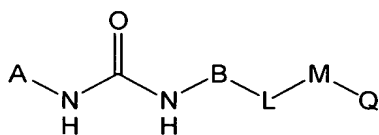
or a salt form, prodrug or metabolite thereof.

18) **(Withdrawn)** A method for treating or preventing cancer comprising administering a compound selected from the group consisting of:

- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(hydrazinocarbonyl)pyridin-4-yl]oxy}phenyl)urea
- N-(4-{[2-(hydrazinocarbonyl)pyridin-4-yl]oxy}phenyl)-N'-(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-[3-({2-[(2,2-dimethylhydrazino)carbonyl]pyridin-4-yl}oxy)phenyl]urea
- 4-{3-[[[4-chloro-3-(trifluoromethyl)phenyl]amino]carbonyl]amino]phenoxy}-N-piperidin-1-ylpyridine-2-carboxamide
- N-piperidin-1-yl-4-[3-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboxamide
- 4-{3-[[[4-chloro-3-(trifluoromethyl)phenyl]amino]carbonyl]amino]phenoxy}-N-morpholin-4-ylpyridine-2-carboxamide
- N-morpholin-4-yl-4-[3-({[(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino]carbonyl}amino)phenoxy]pyridine-2-carboxamide

- 4-[3-(((1-methyl-1H-indazol-5-yl)amino)carbonyl)amino]phenoxy]-N-morpholin-4-ylpyridine-2-carboxamide
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(1H-tetrazol-5-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(4,5-dihydro-1H-imidazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(4-methyl-1,3-thiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-quinolin-6-yl-N'-(4-{[2-(5-thioxo-4,5-dihydro-1,3,4-thiadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-[4-chloro-3-(trifluoromethyl)phenyl]-N'-(4-{[2-(5-oxo-4,5-dihydro-1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)urea
- N-(4-{[2-(5-oxo-4,5-dihydro-1,3,4-oxadiazol-2-yl)pyridin-4-yl]oxy}phenyl)-N'-(2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)urea
- 4-{4-[[[4-chloro-3-(trifluoromethyl)phenyl]amino]carbonyl]amino]phenoxy}-N-methylpyridine-2-carboximidamide
- 4-{4-[[[4-chloro-3-(trifluoromethyl)phenyl]amino]carbonyl]amino]phenoxy}pyridine-2-carboximidamide
- N-methyl-4-[4-(((2,2,4,4-tetrafluoro-4H-1,3-benzodioxin-6-yl)amino)carbonyl)amino]phenoxy]pyridine-2-carboximidamide
- N-methyl-4-(4-(((quinolin-6-ylamino)carbonyl)amino)phenoxy)pyridine-2-carboximidamide
- 4-{4-[[[4-chloro-3-(trifluoromethyl)phenyl]amino]carbonyl]amino]phenoxy}pyridine-2-carbothioamide
- 4-(4-(((quinolin-6-ylamino)carbonyl)amino)phenoxy)pyridine-2-carbothioamide
- 4-[4-(((1-methyl-1H-indazol-5-yl)amino)carbonyl)amino]phenoxy]pyridine-2-carbothioamide, or a salt form, prodrug or metabolite thereof.

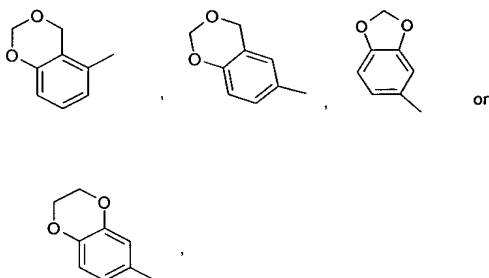
19) **(Currently Amended)** A compound of formula (I)



I

or a pharmaceutically acceptable salt thereof, wherein

A is



wherein A is optionally substituted with 1-4 substituents which are independently R^1 , OR^1 , $\text{S}(\text{O})_p\text{R}^1$, $\text{C}(\text{O})\text{R}^1$, $\text{C}(\text{O})\text{OR}^1$, $\text{C}(\text{O})\text{NR}^1\text{R}^2$, halogen, hydroxy, oxide, amino, cyano, or nitro;

B is phenyl, naphthyl, or pyridyl, optionally substituted with 1-4 substituents which are independently C_1 - C_5 linear or branched alkyl, C_1 - C_5 linear or branched haloalkyl, C_1 - C_3 alkoxy, hydroxy, oxide, amino, C_1 - C_3 alkylamino, C_1 - C_6 dialkylamino, halogen, cyano, or nitro;

L is

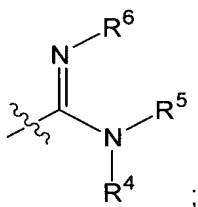
- (a) $-(\text{CH}_2)_m-\text{O}-(\text{CH}_2)_l-$,
- (b) $-(\text{CH}_2)_m-(\text{CH}_2)_l-$,
- (c) $-(\text{CH}_2)_m-\text{C}(\text{O})-(\text{CH}_2)_l-$,
- (d) $-(\text{CH}_2)_m-\text{NR}^3-(\text{CH}_2)_l-$,
- (e) $-(\text{CH}_2)_m-\text{NR}^3\text{C}(\text{O})-(\text{CH}_2)_l-$,
- (f) $-(\text{CH}_2)_m-\text{S}-(\text{CH}_2)_l-$,
- (g) $-(\text{CH}_2)_m-\text{C}(\text{O})\text{NR}^3-(\text{CH}_2)_l-$, or
- (h) a single bond;

m and l are integers independently selected from 0-4;

M is a pyridine ring, optionally substituted with 1-3 substituents which are independently C₁-C₅ linear or branched alkyl, C₁-C₅ linear or branched haloalkyl, C₁-C₃ alkoxy, hydroxy, oxide, amino, C₁-C₃ alkylamino, C₁-C₆ dialkylamino, halogen, or nitro;

Q is:

- (1) C(S)NR⁴R⁵;
- (2) C(O)NR⁷-NR⁴R⁵;
- (3) tetrazolyl;
- (4) imidazolyl;
- (5) imidazoline-2-yl;
- (6) 1,3,4-oxadiazoline-2-yl;
- (7) 1,3-thiazoline-2-yl;
- (8) 5-thioxo-4,5-dihydro-1,3,4-thiazoline-2-yl;
- (9) 5-oxo-4,5-dihydro-1,3,4-oxadiazoline-2-yl; or
- (10) a group of the formula



wherein each of R¹, R², R³, R⁴ and R⁵ is independently

- (a) hydrogen,
- (b) C₁-C₅ linear, branched, or cyclic alkyl,
- (c) phenyl,
- (d) C₁-C₃ phenyl-alkyl,
- (e) up to per-halo substituted C₁-C₅ linear or branched alkyl, or
- (f) ~~-(CH₂)_q-X, where X is a 5 or 6 membered heterocyclic ring, containing at least one atom selected from oxygen, nitrogen and sulfur, which is saturated, partially saturated, or aromatic, tetrahydropyran, tetrahydrofuran, 1,3-dioxolane, 1,4-dioxane, morpholine, thiomorpholine, piperazine, piperidine, piperidinone, tetrahydropyrimidone, pentamethylene sulfide, tetramethylene sulfide, dihydropyran, dihydrofuran, dihydrothiophene, pyrrole, furan, thiophene,~~

imidazole, pyrazole, thiazole, oxazole, isoxazole, isothiazole, triazole, pyridine, pyrimidine, pyridazine, pyrazine, triazine or a 8-10 membered bicyclic heteroaryl having 1-4 heteroatoms selected from the group consisting of O, N and S benzoxazole, indazole, quinoline, quinazoline, imidazopyrimidine or naphthyridine;

R⁴ and R⁵ may additionally be taken together to form a 5 or 6 membered aliphatic ring, which may be interrupted by an atom selected from N, O or S, optionally substituted with 1-3 substituents which are independently C₁-C₅ linear or branched alkyl, up to perhalo substituted C₁-C₅ linear or branched alkyl, C₁-C₃ alkoxy, hydroxy, oxo, carboxy, amino, C₁-C₃ alkylamino, C₁-C₆ dialkylamino, halogen, cyano, or nitro;

R⁶ is independently

- (a) hydrogen,
- (b) C₁-C₅ linear, branched, or cyclic alkyl,
- (c) cyano,
- (d) nitro,
- (e) up to per-halo substituted C₁-C₅ linear or branched alkyl. or
- (f) -C(O)R⁷, where R⁷ is C₁-C₅ linear, branched, or cyclic alkyl;

R⁷ is hydrogen or linear, branched, or cyclic C₁-C₅ alkyl;

q is an integer 0, 1, 2, 3, or 4 and

p is an integer 0, 1, or 2.

20) **(Original)** A compound of claim 19 wherein B is phenyl or pyridinyl, optionally substituted with 1-4 halogen.

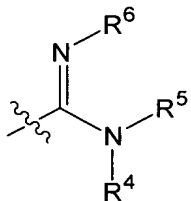
21) **(Original)** A compound of claim 19 wherein L is -O- and B is phenyl or pyridinyl, optionally substituted with 1-4 halogen.

22) **(Original)** A compound as in claim 19 wherein B is phenyl or pyridyl, L is -O-,
M a pyridine ring substituted only by Q, and Q is

$C(S)NR^4R^5$;
 $C(O)NR^7-NR^4R^5$;

or

a group of the formula



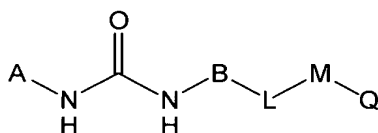
with each of R^4 and R^5 , independently:

- (a) hydrogen,
- (b) C_1 - C_5 linear, branched, or cyclic alkyl,
- (c) phenyl,
- (d) C_1 - C_3 phenyl-alkyl,
- (e) up to per-halo substituted C_1 - C_5 linear or branched alkyl, or
- (f) $-(CH_2)_q-X$, where the substituent X is pyridinyl and the variable q is preferably an integer 0 or 1, and

R^6 is:

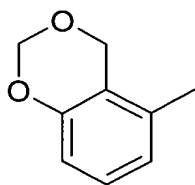
- (a) hydrogen,
- (b) C_1 - C_5 linear, branched, or cyclic alkyl, or
- (c) cyano.

23) **(Currently amended)** A compound of formula (I)

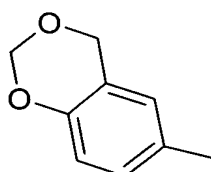


or a pharmaceutically acceptable salt thereof, wherein

A is



or



wherein A is optionally substituted with 1-4 substituents which are independently R^1 , OR^1 , or halogen

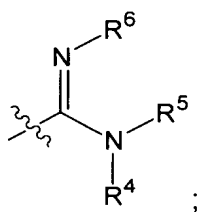
B is phenyl or pyridinyl, optionally substituted with 1-4 substituents which are independently C_1 - C_5 linear or branched alkyl, C_1 - C_5 linear or branched haloalkyl, C_1 - C_3 alkoxy, hydroxy, oxide, amino, C_1 - C_3 alkylamino, C_1 - C_6 dialkylamino, halogen, cyano, or nitro,

L is -O-,

M is a pyridine ring,

Q is:

- (1) $C(S)NR^4R^5$;
- (2) $C(O)NR^7-NR^4R^5$;
- (3) tetrazolyl;
- (4) imidazolyl;
- (5) imidazoline-2-yl;
- (6) 1,3,4-oxadiazoline-2-yl;
- (7) 1,3-thiazoline-2-yl;
- (8) 5-thioxo-4,5-dihydro-1,3,4-thiazoline-2-yl;
- (9) 5-oxo-4,5-dihydro-1,3,4-oxadiazoline-2-yl; or
- (10) a group of the formula



wherein each of R^1 , R^4 and R^5 is independently

- (a) hydrogen,
- (b) C_1 - C_5 linear, branched, or cyclic alkyl,
- (c) phenyl,
- (d) C_1 - C_3 phenyl-alkyl,

(e) up to per-halo substituted C₁-C₅ linear or branched alkyl, or
 (f) ~~-(CH₂)_q-X, where X is a 5 or 6 membered heterocyclic ring, containing at least one atom selected from oxygen, nitrogen and sulfur, which is saturated, partially saturated, or aromatic, tetrahydropyran, tetrahydrofuran, 1,3-dioxolane, 1,4-dioxane, morpholine, thiomorpholine, piperazine, piperidine, piperidinone, tetrahydropyrimidone, pentamethylene sulfide, tetramethylene sulfide, dihydropyran, dihydrofuran, dihydrothiophene, pyrrole, furan, thiophene, imidazole, pyrazole, thiazole, oxazole, isoxazole, isothiazole, triazole, pyridine, pyrimidine, pyridazine, pyrazine, triazine or a 8-10 membered bicyclic heteroaryl having 1-4 heteroatoms selected from the group consisting of O, N and S benzoxazole, indazole, quinoline, quinazoline, imidazopyrimidine or naphthyridine;~~

R⁴ and R⁵ may additionally be taken together to form a 5 or 6 membered aliphatic ring, which may be interrupted by an atom selected from N, O or S, optionally substituted with 1-3 substituents which are independently C₁-C₅ linear or branched alkyl, up to perhalo substituted C₁-C₅ linear or branched alkyl, C₁-C₃ alkoxy, hydroxy, oxo, carboxy, amino, C₁-C₃ alkylamino, C₁-C₆ dialkylamino, halogen, cyano, or nitro;

R⁶ is independently

- (a) hydrogen,
- (b) C₁-C₅ linear, branched, or cyclic alkyl,
- (c) cyano,
- (d) nitro,
- (e) up to per-halo substituted C₁-C₅ linear or branched alkyl. or
- (f) -C(O)R⁷, where R⁷ is C₁-C₅ linear, branched, or cyclic alkyl;

R⁷ is hydrogen or linear, branched, or cyclic C₁-C₅ alkyl;

q is an integer 0, 1, 2, 3, or 4 and

p is an integer 0, 1, or 2.

24) **(Original)** A compound of claim 23 wherein B is phenyl or pyridinyl, substituted with 1-4 halogen.

25) **(Original)** A compound as in claim 23 wherein

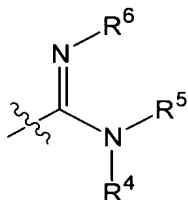
M a pyridine ring substituted only by Q, and Q is

$C(S)NR^4R^5$;

$C(O)NR^7-NR^4R^5$;

or

a group of the formula



with each of R⁴ and R⁵, independently:

- (a) hydrogen,
- (b) C₁-C₅ linear, branched, or cyclic alkyl,
- (c) phenyl,
- (d) C₁-C₃ phenyl-alkyl,
- (e) up to per-halo substituted C₁-C₅ linear or branched alkyl, or
- (f) $-(CH_2)_q-X$, where the substituent X is pyridinyl and the variable q is preferably an integer 0 or 1, and

R⁶ is:

- (a) hydrogen,
- (b) C₁-C₅ linear, branched, or cyclic alkyl, or
- (c) cyano.

26) **(Canceled)**

27) **(Canceled)**

28) **(Canceled)**

29) **(Previously presented)** An ester derivative of a compound of formula I of claim 1.

30) **(Previously presented)** An ester derivative of a compound of formula I of claim 10.